

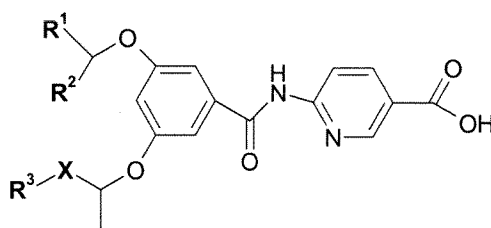
**Amendments to the Claims:**

This listing of claims will replace all prior versions and listings of claims in the application.

**Listing of Claims:**

Claims 1-18 (canceled)

Claim 19 (new): A compound of Formula (I) or a salt, solvate, or pro-drug thereof,



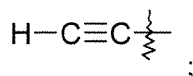
Formula (I)

wherein:

$R^1$  is selected from hydrogen and  $C_{1-4}$ alkyl;

$R^2$  is selected from:  $R^4-C(R^{5a}R^{5b})-$ ,  $R^4=C(R^6)-$ , and  $R^{7a}C(R^{7b})=C(R^6)-$ ;

$R^3-X-$  is selected from methyl, methoxymethyl, and



$R^4$  is selected from  $C_{1-4}$ alkyl, phenyl,  $C_{3-6}$ cycloalkyl and heteroaryl, wherein  $R^4$  is optionally substituted with one or two substituents independently selected from  $R^8$ ;

$R^{5a}$  and  $R^{5b}$  are independently selected from hydrogen, fluoro, and  $C_{1-4}$ alkyl;

$R^6$  is selected from hydrogen and  $C_{1-4}$ alkyl;

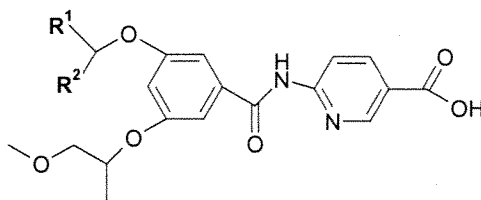
$R^{7a}$  and  $R^{7b}$  are independently selected from  $C_{1-4}$ alkyl, wherein  $R^{7a}$  and  $R^{7b}$  are optionally substituted with one or two substituents independently selected from  $R^8$ ;

$R^8$  is independently selected from  $C_{1-3}$ alkyl,  $C_{1-3}$ alkoxy, fluoro, and chloro;

with the proviso that:

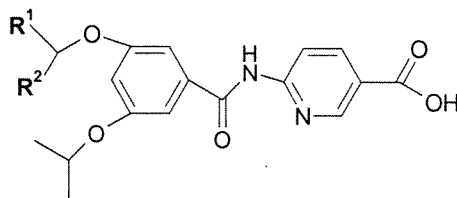
- (i) at least one of  $R^{5a}$  and  $R^{5b}$  is fluoro; and
- (ii) when  $R^2$  is  $R^4=C(R^6)-$ , then  $R^4$  is  $C_{3-6}$ cycloalkyl

Claim 20 (new): A compound of Formula (Ia) as claimed in Claim 19, or a salt, solvate, or pro-drug thereof,



Formula (Ia).

Claim 21 (new ): A compound of Formula (Ic) as claimed in Claim 19, or a salt, solvate, or pro-drug thereof,



Formula (Ic).

Claim 22 (new): A compound as claimed in Claim 19 or a salt, solvate, or pro-drug thereof, wherein  $R^2$  is  $R^4-C(R^{5a}R^{5b})-$ .

Claim 23 (new): A compound as claimed in Claim 19 or a salt, solvate or pro-drug thereof, wherein  $R^2$  is  $R^4=C(R^6)-$ .

Claim 24 (new): A compound as claimed in Claim 19 or a salt, solvate, or pro-drug thereof, wherein

$R^1$  is hydrogen;

$R^2$  is selected from:  $R^4-C(R^{5a}R^{5b})-$  and  $R^4=C(R^6)-$ ;

$R^3-X-$  is selected from methyl and methoxymethyl;

$R^4$  is selected from phenyl and  $C_{3-6}$ cycloalkyl, wherein  $R^4$  is optionally substituted with one or two substituents independently selected from  $R^8$ ;

$R^{5a}$  and  $R^{5b}$  are independently selected from hydrogen and fluoro;

$R^6$  is hydrogen;

with the proviso that:

- (i) at least one of  $R^{5a}$  and  $R^{5b}$  is fluoro; and
- (ii) when  $R^2$  is  $R^4=C(R^6)-$ , then  $R^4$  is  $C_{3-6}$ cycloalkyl.

Claim 25 (new): A compound as claimed in Claim 24 or a salt, solvate, or pro-drug thereof, wherein  $R^4$  is unsubstituted.

Claim 26 (new): A compound as claimed in Claim 24 or a salt, solvate, or pro-drug thereof, wherein both  $R^{5a}$  and  $R^{5b}$  are fluoro.

Claim 27 (new): A compound as claimed in Claim 19, which compound is selected from:

- 6- $\{[(3-[(2,2\text{-difluoro-2-phenylethyl)oxy}]-5-\{(1S)\text{-1-methyl-2-(methyloxy)ethyl}]\text{oxy}\}\text{phenyl})\text{carbonyl}]\text{amino}\}$ pyridine-3-carboxylic acid;
- 6- $\{[(3-[(2,2\text{-difluoro-2-phenylethyl)oxy}]-5-\{(1\text{-methylethyl)oxy}\}\text{phenyl})\text{carbonyl}]\text{amino}\}$ pyridine-3-carboxylic acid ;
- 6- $\{[(3-[(2\text{-cyclopentylideneethyl)oxy}]-5-\{(1S)\text{-1-methyl-2-(methyloxy)ethyl}]\text{oxy}\}\text{phenyl})\text{carbonyl}]\text{amino}\}$ pyridine-3-carboxylic acid; and
- 6- $\{[(3-[(2\text{-cyclopentylideneethyl)oxy}]-5-\{(1\text{-methylethyl)oxy}\}\text{phenyl})\text{carbonyl}]\text{amino}\}$ pyridine-3-carboxylic acid

or a salt, solvate or pro-drug thereof.

Claim 28 (new): A pharmaceutical composition comprising a compound of Formula (I) as claimed in Claim 19, or a salt, solvate, or pro-drug thereof, together with a pharmaceutically-acceptable diluent or carrier.

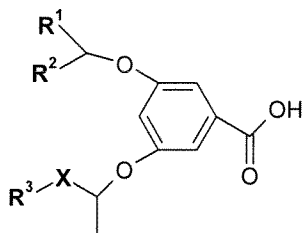
Claim 29 (new): A method of treating GLK mediated disease, comprising administering an effective amount of a compound of Formula (I), as claimed in Claim 19, or a salt, solvate, or pro-drug thereof, to a mammal in need of such treatment.

Claim 30 (new): A method for the combined treatment of obesity and diabetes comprising administering an effective amount of a compound of Formula (I), as claimed in Claim 19, or salt, solvate, or pro-drug thereof, to a mammal in need of such treatment.

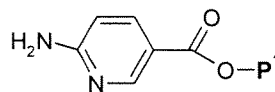
Claim 31 (new): A method for the treatment of obesity comprising administering an effective amount of a compound of Formula (I), as claimed in Claim 19, or salt, solvate, or pro-drug thereof, to a mammal in need of such treatment.

Claim 32 (new): A process for the preparation of a compound of Formula (I) as claimed in Claim 19, a salt, or solvate, or pro-drug thereof which comprises:

(a) reacting an acid of Formula (IIIa) or activated derivative thereof with a compound of Formula (IIIb),



Formula (IIIa)

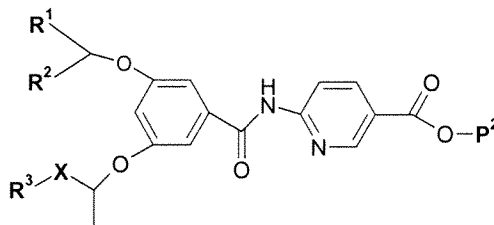


Formula (IIIb);

wherein **P<sup>1</sup>** is hydrogen or a protecting group;

or

(b) deprotecting a compound of Formula (IIIc),

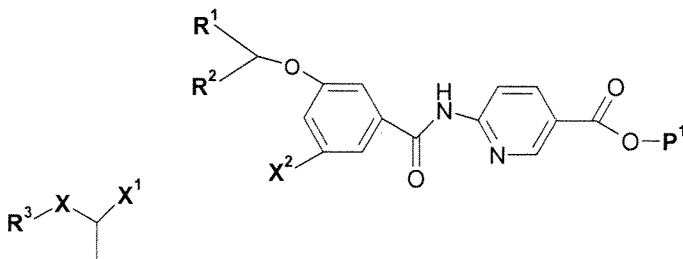


Formula (IIIc)

wherein **P<sup>2</sup>** is a protecting group;

or

(c) reacting a compound of Formula (IIId) with a compound of Formula (IIIe),



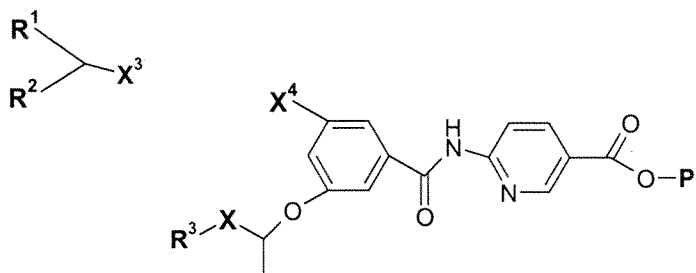
Formula (IIId)

Formula (IIIe)

wherein  $X^1$  is a leaving group and  $X^2$  is a hydroxyl group, or  $X^1$  is a hydroxyl group and  $X^2$  is a leaving group; and wherein  $P^1$  is hydrogen or a protecting group;

or

(d) reacting a compound of Formula (III<sub>f</sub>) with a compound of Formula (III<sub>g</sub>)



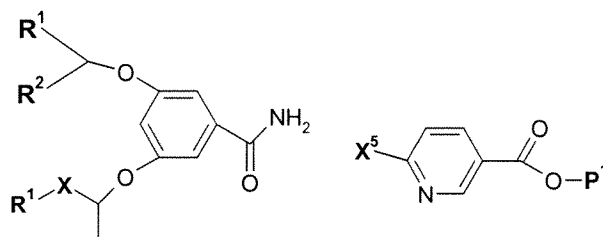
Formula (III<sub>f</sub>)

Formula (III<sub>g</sub>)

wherein  $X^3$  is a leaving group and  $X^4$  is a hydroxyl group, or  $X^3$  is a hydroxyl group and  $X^4$  is a leaving group; and wherein  $P^1$  is hydrogen or a protecting group;

or

(e) reacting a compound of Formula (III<sub>h</sub>) with a compound of Formula (III<sub>i</sub>),



Formula (III<sub>h</sub>)

Formula (III<sub>i</sub>);

wherein  $X^5$  is a leaving group and wherein  $P^1$  is hydrogen or a protecting group;

and thereafter, if necessary:

- i) converting a compound of Formula (I) into another compound of Formula (I);
- ii) removing any protecting groups; and/or iii) forming a salt, solvate, or pro-drug thereof.

Claim 33 (new): A method of treating diabetes, comprising administering an effective amount of a compound of Formula (I), as claimed in Claim 19, or a salt, solvate, or pro-drug thereof, to a mammal in need of such treatment.